

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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CSI INVESTMENT PARTNERS II, L.P.,
Delaware limited partnership, CIS ACQUISITION
PARTNERS, L.P., a Delaware limited partnership,
CANTERBURY MEZZANINE CAPITAL, L.P., a
Delaware limited partnership, DAVID C THOMPSON,
M. GERARD KEEHAN, VINEET PRUTHI,
DONALD J. SHEA, JAMES M. ROTHE,
MICHAEL COSSEL, JOHN J. ADAMS,
ROBERT E. RICHARDSON, MARILYN SCHWARTZ,
and CHARLES CAUDLE,

Plaintiffs,

-against-

CENDANT CORPORATION, a Delaware corporation,
HENRY SILVERMAN, SAMUEL KATZ, and
COSMO CORIGLIANO,

Defendants.

-----X
CENDANT CORPORATION,

Counterclaim-Plaintiff

-against-

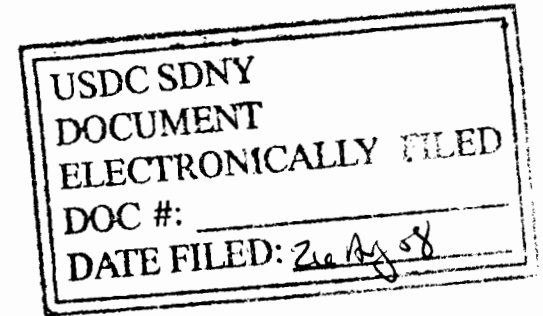
CSI INVESTMENT PARTNERS II, L.P., CIS
ACQUISITION PARTNERS, L.P., CANTERBURY
MEZZANINE CAPITAL, L.P., DAVID C. THOMPSON,
M. GERARD KEEHAN, VINEET PRUTHI,
DONALD J., SHEA, JAMES M. ROTHE,
MICHAEL COSSEL, JOHN J. ADAMS,
ROBERT E. RICHARDSON, MARILYN SCHWARTZ,
CHARLES CAUDLE,

Counterclaim-Defendants,

-and-

TONYA CARMICHAEL, LINCOLNSHIRE EQUITY,
INC., LINCOLNSHIRE MANAGEMENT, INC.,
STEVE KUMBLE, and THOMAS J. MALONEY,

Additional Counterclaim-Defendants.



00 Civ. 1422 (DAB)

**STIPULATION TO
SUPPLEMENT RECORD
ON APPEAL**

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IT IS HEREBY STIPULATED AND AGREED, by and among counsel for Plaintiffs and Defendant Cendant Corporation, as follows:

First, several pleadings and documents were filed with the Court, and are reflected in the docket, but are missing from the file of the Clerk of the Court, as indicated in the Clerk's Certificate dated June 10, 2008. The following pleadings and documents, attached hereto as exhibits, should therefore be transmitted to the Circuit Court of Appeals for the Second Circuit:

Exhibit	Date Filed	Docket #	Docket Description
1	3/15/2006	114	MEMORANDUM & ORDER: For the reasons contained herein, this Court DENIES defendants' and Forbes' requests to set aside or modify Judge Eaton's order. This Court affirms and adopts Judge Eaton's order, except for modifications to specific discovery deadlines, and except for Judge Eaton's ordering the production of deposition transcripts which would require defendant Cendant Corporation to violate the confidentiality order of Judge Walls in the District of New Jersey. All other rulings are set forth in this order. (Signed by Judge Deborah A. Batts on 3/15/2006) (lb,) (Entered: 03/16/2006)
2	6/8/2007	179	REPLY STATEMENT OF MATERIAL UNDISPUTED FACTS PURSUANT TO RULE 56.1 STATEMENT in further support of their motion for summary judgment dismiss the counterclaims. Document filed by John J. Adams, Robert E. Richardson, Charles Caudle, CSI Investment Partners II, L.P.(a Delaware limited partnership), CIS Acquisition Partners, L.P.(a Delaware limited partnership), Canterbury Mezzanine Capital, L.P.(a Delaware limited partnership), Vineet Pruthi. (pl) (Entered: 06/11/2007)
3	6/8/2007	182	PLAINTIFFS' AND THIRD-PARTY DEFENDANTS' CONSOLIDATED MEMORANDUM OF LAW in Opposition regarding 175 MOTION for Summary Judgment., 176 MOTION for Summary Judgment. Document filed by John J. Adams, Robert E. Richardson, Marilyn Schwartz, Charles Caudle, CSI Investment Partners II, L.P., Canterbury Mezzanine Capital, L.P., David C. Thompson, M. Gerard Keehan, Vineet Pruthi, Donald J. Shea, James M. Rothe, Michael Cossel. (pl) Modified on 6/11/2007 (Lancaster, Patricia). (Entered: 06/11/2007)

Exhibit	Date Filed	Docket #	Docket Description
4	10/23/2007	213	MOTION to Strike the Affidavits of Cosmo Corigliano, Anne Pember and Samuel Katz; and Contingent MOTION for Reconsideration. Document filed by John J. Adams, Robert E. Richardson, Marilyn Schwartz, Charles Caudle, CSI Investment Partners II, L.P., CIS Acquisition Partners, L.P., Canterbury Mezzanine Capital, L.P., David C. Thompson, M. Gerard Keehan, Vineet Pruthi, Donald J. Shea, James M. Rothe, Michael Cossel.(djc) (Entered: 10/25/2007)
5	10/23/2007	214	MEMORANDUM OF LAW in Support regarding 213 MOTION to Strike. MOTION for Reconsideration. Document filed by John J. Adams, Robert E. Richardson, Marilyn Schwartz, Charles Caudle, CSI Investment Partners II, L.P., CIS Acquisition Partners, L.P., Canterbury Mezzanine Capital, L.P., David C. Thompson, M. Gerard Keehan, Vineet Pruthi, Donald J. Shea, James M. Rothe, Michael Cossel. (djc) (Entered: 10/25/2007)
6	10/23/2007	215	RESPONSE to Defendant Cendant Corporation's Improper Statement Pursuant to Local Civil Rule 56.1 and Statement of Additional Material Facts in Opposition to Defendant Cendant Corporation's Motion for Reconsideration. Document filed by John J. Adams, Robert E. Richardson, Marilyn Schwartz, Charles Caudle, CSI Investment Partners II, L.P., CIS Acquisition Partners, L.P., Canterbury Mezzanine Capital, L.P., David C. Thompson, M. Gerard Keehan, Vineet Pruthi, Donald J. Shea, James M. Rothe, Michael Cossel. (djc) (Entered: 10/25/2007)
7	10/23/2007	216	MEMORANDUM OF LAW in Opposition regarding 208 MOTION for Reconsideration re; and in Support of 206 Memorandum & Opinion, MOTION to Vacate. MOTION for Reconsideration re; 206 Memorandum & Opinion, 213 MOTION to Strike. MOTION for Reconsideration. Document filed by John J. Adams, Robert E. Richardson, Marilyn Schwartz, Charles Caudle, CSI Investment Partners II, L.P., CIS Acquisition Partners, L.P., Canterbury Mezzanine Capital, L.P., David C. Thompson, M. Gerard Keehan, Vineet Pruthi, Donald J. Shea, James M. Rothe, Michael Cossel. (djc) (Entered: 10/25/2007)
8	5/23/2008	231	NOTICE OF APPEAL from 230 Clerk's Judgment. Document filed by Cendant Corporation. Filing fee \$ 455.00, receipt number E 652233. (tp) (Entered: 05/23/2008)

Second, several pleadings and documents were filed with the Court (or sent directly to chambers), but are missing from both the docket and the file of the Clerk of the Court. The following pleadings and documents, attached hereto as exhibits, should therefore be reflected on the docket and in the record for review and the corresponding index transmitted the Circuit Court of Appeals for the Second Circuit:

Exhibit	Date	Docket Description
9	2/3/2003	Letter from Winston & Strawn to Court regarding plaintiff's request for permission to file a motion to compel document production and for attorneys' fees and costs
10	8/31/2004	Letter from Michael Petrella to Judge Batts regarding ordering the deposition of Arthur Herold
11	9/2/2004	Letter from Richard Lawler to Judge Batts responding to Plaintiffs' 8/31/2004 letter
12	9/7/2004	Letter from Michael Petrella to Magistrate Judge Eaton regarding forthcoming submission of a letter regarding the deposition of Arthur Herold
13	9/7/2004	Letter from Richard Lawler to Judge Batts responding to a point raised in Plaintiffs' letter of 9/7/2004
14	9/7/2004	Letter from Michael Petrella to Judge Eaton regarding ordering deposition of Arthur Herold, addressing Cendant surreply
15	7/28/2005	Letter from Neil Bregman to Judge Batts regarding extension of discovery deadline
16	7/29/2005	Letter from Richard Lawler to Judge Batts responding to Plaintiffs' 7/28/2005 letter
17	8/1/2005	Letter from Neil Bregman to Judge Batts regarding extension of discovery deadline
18	11/8/2005	Letter from Michael Petrella to Judge Eaton and attached draft joint letter regarding various discovery disputes
19	11/8/2005	Letter from Richard Lawler to Judge Eaton responding to Plaintiffs' purported "Joint Letter"
20	11/11/2005	First joint discovery dispute letter to Judge Eaton
21	11/22/2005	Second joint discovery dispute letter to Judge Eaton
22	11/23/2005	Third joint discovery dispute letter to Judge Eaton
23	12/7/2005	Letter from Jonathan Altschuler to Judge Eaton regarding Murphy deposition
24	12/27/2005	Letter from Michael Petrella to Judge Eaton regarding Pember deposition
25	2/13/2006	Fourth joint discovery dispute letter to Judge Eaton

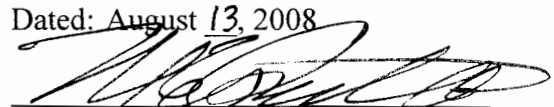
Exhibit	Date	Docket Description
26	2/15/2006	Letter from Sean O'Shea to Judge Eaton regarding proposed stay of discovery from Corigliano and Pember
27	2/16/2006	Joint letter from Helen Gredd and Michael Petrella to Judge Eaton regarding Pember deposition
28	2/17/2006	Letter from Michael Petrella to Judge Eaton regarding impact of <i>U.S. v. Forbes</i> hung jury on stay of depositions of Corigliano and Pember
29	2/17/2006	Letter from Michael Petrella to Judge Eaton responding to Gredd letter Judge Eaton
30	2/21/2006	Letter from Sean O'Shea to Judge Eaton responding to Government letter regarding discovery stay
31	2/21/2006	Sixth joint discovery dispute letter to Judge Eaton
32	2/23/2006	Letter from Richard Lawler to Judge Batts regarding plan to file Objections to an Order from Judge Eaton
33	2/24/2006	Letter from Michael Petrella to Judge Batts responding to 2/23/2006 letter from defense counsel to Court
34	2/24/2006	Letter from Michael Petrella to Judge Batts responding to 2/24/2006 letter from defense counsel to Court
35	2/24/2006	Letter from Richard Lawler to Judge Batts in response to Plaintiffs' letter of 2/24/2006
36	3/9/2006	Seventh joint discovery dispute letter to Judge Eaton
37	3/9/2006	Letter from Michael Petrella to Judge Eaton regarding various deposition disputes
38	3/13/2006	Letter from Steven Flores to Judge Eaton regarding Ferry deposition
39	3/14/2006	Letter from Michael Petrella to Judge Eaton regarding various deposition disputes
40	5/2/2006	Letter from Michael Petrella to Judge Eaton regarding Ferry deposition
41	5/2/2006	Letter from Richard Lawler to Judge Eaton regarding Ferry deposition
42	5/3/2004	Letter from Michael Petrella to Judge Eaton regarding Citibank witness address
43	5/4/2004	Letter from Michael Petrella to Judge Eaton regarding Citibank witness address
44	5/16/2006	Letter from Timothy McCaffrey to Judge Eaton regarding Ferry deposition
45	5/16/2006	Letter from Jonathan Altschuler to Judge Eaton regarding Ferry deposition
46	5/18/2006	Letter from Jonathan Altschuler to Judge Eaton regarding expert discovery and reports
47	5/18/2006	Letter from Timothy McCaffrey to Judge Eaton in response to Altschuler's letter
48	5/19/2006	Letter from Jonathan Altschuler to Judge Eaton regarding expert discovery and reports
49	5/19/2006	Letter from Richard Lawler responding to Plaintiff's 5/19/2006 letter
50	5/22/2006	Letter from Michael Petrella to Judge Eaton regarding Ferry

Exhibit	Date	Docket Description
		impeachment material
51	5/23/2006	Letter from Timothy McCaffrey to Judge Eaton responding to Petrella's 5/22/2006 letter
52	5/30/2006	Letter from Michael Petrella to Judge Eaton regarding document authentication dispute
53	6/1/2006	Letter from Timothy McCaffrey to Judge Eaton responding to Petrella's 5/30/2006 letter
54	6/2/2006	Letter from Michael Petrella to Judge Eaton regarding document authentication dispute
55	8/2/2006	Letter from Michael Petrella to Judge Eaton regarding Plaintiffs' requests for admission
56	8/3/2006	Letter from Richard Lawler to Judge Eaton regarding proposed trial exhibits and Plaintiffs' request for admission
57	8/4/2006	Letter from Richard Lawler to Judge Eaton regarding Plaintiffs' requests for admission
58	8/4/2006	Letter from Michael Petrella to Judge Eaton regarding document authentication
59	8/9/2006	Letter from O'Shea to Court requesting that the Court prohibit parties from filing summary judgment motions
60	8/10/2006	Letter from Winston & Strawn to Court regarding Defendants' intention to file summary judgment motion and notifying the Court that the record will not be complete without Corigliano's deposition
61	8/11/2006	Letter from Winston & Strawn responding to Plaintiffs' letter requesting that Court prohibit summary judgment motions
62	8/23/2006	Letter from Michael Petrella to Judge Eaton regarding Plaintiffs' Ninth Request for Production of Documents
63	8/30/2006	Letter from Michael Petrella to Judge Eaton regarding F.R.E. 902(11) certifications
64	11/1/2006	Letter from Michael Petrella to Judge Eaton regarding admissibility of Cendant Audit Committee report
65	11/3/2006	Letter from Timothy McCaffrey to Judge Eaton responding to Petrella's 11/1/2006 letter
66	11/3/2006	Letter from Michael Petrella to Judge Eaton regarding authentication of Elkind notes
67	11/6/2006	Letter from Timothy McCaffrey to Judge Eaton responding to Petrella's 11/3/2006 letter
68	11/6/2006	Letter from Michael Petrella (to Judge Eaton) setting forth Plaintiffs' reply regarding admissibility of Cendant Audit Committee report
69	11/7/2006	Plaintiffs' Reply regarding authentication of Elkind notes
70	11/22/2006	Letter from Michael Petrella to Judge Batts regarding designation of witnesses
71	11/28/2006	Letter from Timothy McCaffrey to Judge Batts responding to Plaintiffs' 11/22/2006 letter

Exhibit	Date	Docket Description
72	11/29/2006	Letter from Michael Petrella to Judge Batts regarding designation of witnesses and other trial issues
73	12/8/2006	Letter from Timothy McCaffrey to Judge Batts regarding Proposed Requests to Charge and Voir Dire
74	12/8/2006	Letter from Michael Petrella to Judge Batts regarding Proposed Jury Voir Dire
75	2/2/2007	Letter from Timothy McCaffrey to Judge Batts regarding Plaintiffs' Motion for Sanctions for Pervasive Discovery Abuse and Spoliation of Evidence
76	2/28/2007	Defendants' Memorandum of Law in support of Motion to Strike Declaration of Michael E. Petrella
77	4/26/2007	Letter from Timothy McCaffrey to Judge Batts responding to the Court's 4/11/2007 Order
78	5/3/2007	Letter from Michael Petrella to Judge Batts regarding the Court's 4/11/2007 Order
79	11/13/2007	Letter from Richard Lawler to Judge Batts regarding Plaintiffs' 20-page reply memorandum
80	11/14/2007	Letter from Michael Petrella to Judge Batts regarding Defendants' 11/13/2007 letter to the Court
81	11/15/2007	Letter from Richard Lawler to Judge Batts regarding Plaintiffs' 11/14/2007 letter to the Court

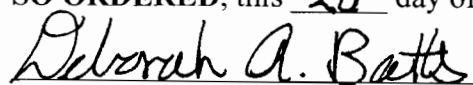
This Stipulation is without prejudice to either party's right to seek to further supplement the Record on Appeal.

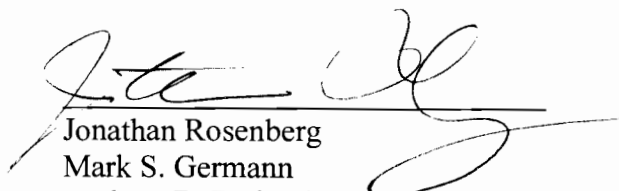
Dated: August 13, 2008


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Attorneys for Plaintiffs

SO ORDERED, this th 26 day of August, 2008.


 Hon. Deborah A. Batts, U.S.D.J.


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Attorneys for Defendant Cendant Corporation

CERTIFICATE OF SERVICE

I, Jacqueline V. Roeder, hereby certify that on this day, pursuant to Fed. R. Civ. P. 5 and 28 U.S.C. § 1746, I caused a copy of the Stipulation to Supplement Record on Appeal to be served by Federal Express on the following counsel of record in this action:

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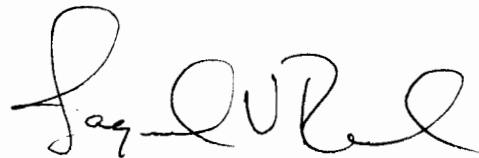
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Dated: August 13, 2008



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